

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----	X	
	:	
In re:	:	
	:	
THE FINANCIAL OVERSIGHT AND	:	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	:	Title III
	:	
as representative of	:	Case No. 17-BK-3283 (LTS)
	:	
THE COMMONWEALTH OF PUERTO RICO <i>et al.</i> ,	:	(Jointly Administered)
	:	
Debtors.	:	
-----	X	

**NOTICE OF PARTICIPATION IN OMNIBUS OBJECTION
TO CLAIMS FILED OR ASSERTED BY HOLDERS OF CERTAIN
COMMONWEALTH GENERAL OBLIGATION BONDS**

This Notice of Participation must be served and filed no later than April 16, 2019 in accordance with the instructions set forth at the end of this document.

The party identified below ("Participant") hereby advises the Objectors that it intends to participate in the litigation of the *Omnibus Objection of the Financial Oversight and Management Board, Acting Through its Special Claims Committee, and the Official Committee of Unsecured Creditors, Pursuant to Bankruptcy Code Section 502 and Bankruptcy Rule 3007, to Claims Filed or Asserted by Holders of Certain Commonwealth General Obligation Bonds*, dated January 14, 2019 [Docket No. 4784] (the "Objection"), which asserts that all claims that have been or may be asserted against the Commonwealth of Puerto Rico on account of general obligation bonds issued by the Commonwealth in or after 2012 (the "Challenged GO Bonds") are invalid.

To ensure full participation rights in the litigation of the Objection, Participant provides all of the information requested in items 1 through 3 below:

1. Participant's contact information, including email address, and that of its counsel, if any:

Participant Name and Contact Information

Counsel Contact Information (if any)

Commonwealth Bondholder Group¹
Participant Name

Davis Polk & Wardwell LLP
Firm Name (if applicable)

¹ The Commonwealth Bondholder Group, as defined in that certain *Second Supplemental Verified Statement of the Commonwealth Bondholder Group Pursuant to Federal Rule of Bankruptcy Procedure 2019* [Docket No. 5979] (as the same may be amended from time to time), files this Notice of Participation on behalf of itself and its constituent members, their affiliates and the funds and accounts managed or advised by such members or their affiliates, in each case as a Participant. Pursuant to the *Initial Procedures for Resolving Omnibus Objection of (I) Financial Oversight and Management Board, Acting Through Its Special Claims Committee, and (II) the Official Committee of Unsecured Creditors Pursuant to Bankruptcy Code Section 502 and Bankruptcy Rule 3007, to Claims Filed or Asserted by Holders of Certain Commonwealth General Obligation Bonds* [Docket No. 5143-2], each such Participant reserves the right to participate in the litigation of the Objection through the Commonwealth Bondholder Group or individually from time to time in respect of any issue, argument, or proceeding. To the extent that a Participant (or its affiliate, investment advisor or manager) ceases to be a member of the Commonwealth Bondholder Group, such Participant reserves the right to continue to participate in the litigation of the Objection in the same manner as a Participant that had filed a timely individual Notice of Participation. Exhibit A hereto sets forth the information requested in items 1 and 3 for each member of the Commonwealth Bondholder Group, its affiliates and the funds and accounts managed or advised by such member or its affiliates.

See Exhibit A
Contact Person (if Participant is not an individual)

Donald S. Bernstein, Brian M. Resnick
Contact Person

See Exhibit A
Email Address

donald.bernstein@davispolk.com
brian.resnick@davispolk.com
Email Address

See Exhibit A
Address line 1

450 Lexington Avenue
Address line 1

See Exhibit A
Address line 2

Address line 2

See Exhibit A
City, State Zip Code

New York, NY 10017
City, State Zip Code

See Exhibit A
Country

United States
Country

Puerto Rico Counsel
Antonetti Montalvo & Ramírez-Coll
Salvador Antonetti-Zequeira
santonet@amrclaw.com
USDC-PR Bar No. 113910
José L. Ramírez-Coll
jramirez@amrclaw.com
USDC-PR Bar No. 221702
1225 Avenida Ponce de León, Suite 1001
San Juan, PR 00907

2. Participant advises that it (choose **one** of the following by marking “X” in the appropriate space):

_____ intends to **support** the relief requested in the Objection (i.e., Participant believes the Court should find that the Challenged GO Bonds are **invalid**); *or*

 X intends to **oppose** the relief requested in the Objection (i.e., Participant believes that the Court should find that the Challenged GO Bonds are **valid**)²

3. If Participant is not a holder of a Challenged GO Bond, it can skip to the end of this Notice and sign. If Participant is a holder of one or more Challenged GO Bonds, Participant must respond to the following paragraphs (a) and (b) to the best of Participant’s knowledge.

- (a) Provide the CUSIP Numbers of all Challenged GO Bonds held by Participant:

See Exhibit A

- (b) Did Participant purchase any of its Challenged GO Bonds in whole or in part on the secondary market? **YES** or **NO** (please **circle one**).

See Exhibit A

² The Commonwealth Bondholder Group, its constituent members, their affiliates and the funds and accounts managed or advised by such members or their affiliates intend to oppose the relief requested in the Objection.

By: /s/ Donald S. Bernstein
Signature

Donald S. Bernstein
Print Name

Counsel to Commonwealth
Bondholder Group
Title (if Participant is not an Individual)

April 12, 2019
Date

By: /s/ Salvador Antonetti-Zequeira
Signature

Salvador Antonetti-Zequeira
Print Name

Puerto Rico Counsel to
Commonwealth Bondholder Group
Title (if Participant is not an Individual)

April 12, 2019
Date

Instructions for Serving and Filing Notice of Participation: This Notice of Participation must be
(i) **served** by email on the Notice Parties set forth in paragraph 8 of the Objection Procedures and
(ii) **filed** electronically with the District Court pursuant to its Electronic Case Filing procedures. **If the Participant is not represented by counsel, the Participant may file a paper copy of this Notice of Participation with the District Court by delivering such Notice of Participation by mail or by hand addressed to: The Clerk of the United States District Court for the District of Puerto, Room 150 Federal Building, 150 Carlos Chardon Avenue, San Juan, PR 00918-1767.**

EXHIBIT A³

Members	Contact Person	Address	CUSIP Numbers of Challenged GO Bonds	Did Participant purchase any of its Challenged GO Bonds in whole or in part on the secondary market?
Brigade Capital Management, LP, on behalf of its funds and accounts	Patrick Criscillo operations@brigadecapital.com	399 Park Avenue, Suite 1600 New York, NY 10022	74514LZZ3, 74514LZY6, 74514LC96, 74514LC88, 74514LC70, 74514LC54, 74514LC47, 74514LC39, 74514LC21, 74514LB97, 74514LB89, 74514LB63, 74514LB55, 74514LA98, 74514LA80, 74514LA72, 74514LA64, 74514LA49, 74514LA23	Yes
Brookfield Asset Management Private Institutional Capital Adviser (Credit) LLC	Anthony Bavaro anthony.bavaro@brookfield.com	Brookfield Place 250 Vesey Street, 15th Floor New York, NY 10281	74514LE86, 74514LB89	Yes
Canyon Capital Advisors LLC, on behalf of its participating clients	Anton Kawalsky akawalsky@canyonpartners.com Corp Actions corpactions@canyonpartners.com	2000 Avenue of the Stars, 11th Floor Los Angeles, CA 90067	74514LB89, 74514LB63, 74514LA49, 74514LA56, 74514LC88, 74514LA80, 74514LC39, 74514LB55, 74514LB97, 74514LC96, 74514LC70, 74514LA31, 74514LC21, 74514LB48, 74514LB22, 74514LC47, 74514LC54, 74514LA64, 74514LA98, 74514LB30, 74514LB71, 74514LA23, 74514LZX8, 74514LZY6	Yes
Davidson Kempner Capital Management LP, as investment advisor to its affiliated funds	Suzanne Gibbons sgibbons@dkpartners.com	520 Madison Avenue, 30th Floor New York, NY 10022	74514LC96, 74514LA64, 74514LC88, 74514LA31, 74514LA56, 74514LC70, 74514LA80, 74514LC47, 74514LC54, 74514LC62, 74514LA72, 74514LA98, 74514LB22, 74514LB30, 74514LA49, 74514LB55, 74514LC39, 74514LB97, 74514LB48, 74514LB63, 74514LB71, 74514LB89, 74514LE86	Yes

³ To the best of Counsel's knowledge, the information contained herein is accurate as of April 12, 2019.

Members	Contact Person	Address	CUSIP Numbers of Challenged GO Bonds	Did Participant purchase any of its Challenged GO Bonds in whole or in part on the secondary market?
OZ Management LP, on behalf of its participating funds and/or accounts	Jason Abbruzzese Jason.Abbruzzo@ozm.com	9 West 57th Street, 39th Floor New York, NY 10019	74514LA23, 74514LZV2, 74514LZX8, 74514LZY6, 74514LC47	Yes
Warlander Asset Management, LP	Raph Posner rposner@warlander.com	250 West 55th Street, 33rd Floor New York, NY 10019	74514LB89, 74514LB63, 74514LA98, 74514LB71, 74514LZX8, 74514LA64, 74514LE86	Yes